
LAWRENCE LIVERMORE NATIONAL
Supplemental Instruction

SI

Section: 52 Solicitation and Subcontract Clauses

Subject: 52.1.1 Standard Terms and Conditions and Forms

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| PURPOSE: | This supplemental instruction (SI) describes the procedure for selection and use of procurement forms and standard terms and conditions for solicitations, subcontracts, agreements, and modifications; and for modification of standard terms and conditions. |
| POLICY: | The Laboratory will develop and use procurement forms and standard terms and conditions that satisfy the requirements of the Prime Contract, represent good business practices, and protect the interests of the University and DOE, and are approved by DOE. |
| SCOPE: | This SI applies to all written solicitations, subcontracts, agreements, and modifications. |
| DEFINITIONS: | |
| Procurement Forms | All solicitation, subcontract, purchase order, agreement, modification, and other forms utilized by the Procurement and Materiel Document Management (DocMan) System, in the "Forms Repository" folder. |
| Pro Forma Documents | The solicitation forms (RFP, RFQ, and IFB documents), award forms (purchase order, subcontract, and agreement documents), and modification forms located in the DocMan "Forms Repository" folder. |
| Special Articles | The special articles located in the "Clauses / Articles" folder in the Docman "Forms Repository" folder. |
| Special Clauses | The special clauses identified in the <i>Special Clauses List and Instructions</i> document, located in the "Clauses / Articles" folder in the Docman "Forms Repository" folder. |
| Standard Terms and Conditions | See SP 52.1. The standard terms and conditions include the sets of general provisions, the other standard pro forma attachment forms, and the special clauses. |
| PROCEDURES: | |
| Preparation of Procurement Forms | The Policy Analysis Group shall prepare and maintain all procurement forms, and shall provide a matrix of the procurement forms that are available for use or under development, for departmental reference. The Policy Analysis Group shall also ensure that the standard terms and conditions are approved, as necessary, by Laboratory Counsel and DOE. |
| Use of Procurement Forms | The procurement forms shall be used for all written solicitations, subcontracts, agreements, and modifications, as appropriate. Use of other forms must be approved by the Group Leader. |

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Approval of
Modifications

The pro forma documents and the special articles may be altered in accordance with the instructions accompanying the document or article or as approved by the Group Leader.

The standard terms and conditions documents may not be altered for specific procurement actions. Customized versions of standard terms and conditions documents may be prepared by the Policy Analysis Group for a series of related procurements.

Modifications to standard terms and conditions for specific procurement actions may be made by the inclusion of appropriate modification provisions in the Schedule of Articles or Special Provisions sections of the subcontract, purchase order, or agreement forms, if made prior to the award, or by use of a modification form.

Modifications to standard terms and conditions for a specific procurement action must be approved by the Group Leader and may require approval by Laboratory Counsel and DOE. Modifications to standard terms and conditions for more than one procurement action ("blanket modifications") must be approved by the Group Leader, the Deputy for Subcontracts, and may require approval by Laboratory Counsel and DOE.

Procurement specialists shall consult with their Group Leader and, if necessary, the Policy Analysis Group, regarding proposed modifications to standard terms and conditions and the necessary approval requirements.

Processing
Requests

Requests for Laboratory Counsel or DOE approval of proposed modifications to standard terms and conditions shall be prepared in writing, include the information described in SP 52.1 and this SI, and be issued by or with the approval of the Group Leader.

Request
Information

In addition to the information described in SP 52.1, the request should address the following:

- Whether the modification will be applicable only to the procurement action under consideration or whether a blanket modification is requested;
- If a blanket modification is requested, the set of conditions under which the modification will be applicable (e.g., list of subcontracts, specific subcontractor, or specific program), and the applicable time period; and
- If a regulatory (FAR or DEAR) clause is being modified, the specific clause reference shall be provided.

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Warranty
Changes

Changes to warranty clauses in the standard terms and conditions may be made without approval of Laboratory Counsel or DOE, provided that the warranty changes do not result in the inclusion of general limitation of liability or indemnification provisions. Procurement specialists should determine that such warranty changes are acceptable to their requesters.

RESPONSIBILITIES:
Policy Analysts

Policy analysts are responsible for:

- Preparing and maintaining all procurement forms and a matrix;
- Ensuring that standard terms and conditions are approved, as necessary, by Laboratory Counsel and DOE; and
- Providing guidance to group leaders and procurement specialists regarding the use of the procurement forms and modifications to the standard terms and conditions.

Procurement
Specialists

Procurement specialists are responsible for:

- Documenting the justification for proposed modifications to standard terms and conditions; and
- Obtaining appropriate approvals for proposed modifications to standard terms and conditions.

Group Leaders

Group leaders are responsible for:

- Providing guidance to procurement specialists regarding the use of the procurement forms and modifications to standard terms and conditions; and
- Approving or issuing requests for approval to modify standard terms and conditions.